

*Hulst B.V.
Atrium Building, 8th Floor
Strawinskylaan 3127, 1077 ZX
Amsterdam, The Netherlands*

June 24, 2019

NIIT Technologies Limited

8, Balaji Estate,
First Floor,
Guru Ravi Das Marg,
Kalkaji,
New Delhi - 110019

BSE Limited

Listing Department

P.J. Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited

Listing Department

Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra,
Mumbai – 400 051

Dear Sir,

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please find attached the disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Yours faithfully,

Vistra Management Services (Netherlands)
Managing Director

For and on behalf of **Hulst B.V.**


Authorized signatory

Name:

Ronald Posthumus
Managing Director

Designation:


B. van Dijk
Proxy Holder A


B. van Dijk
Director

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A - Details of the Acquisition

Name of the Target Company (TC)	NIIT Technologies Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Hulst B.V. (Acquirer) The Baring Asia Private Equity Fund VII, L.P. (PAC 1) The Baring Asia Private Equity Fund VII, L.P.1 (PAC 2) The Baring Asia Private Equity Fund VII, SCSp (PAC 3)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	19,552,337	31.65%	31.16%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the	Nil	Nil	Nil

acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			31.16%
e) Total (a+b+c+d)	19,552,337	31.65%	
Details of acquisition /-sale			
a) Shares carrying voting rights acquired/ sold	1,309,468 <i>(Please refer to the table below for further details)</i>	2.12%	2.09%
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	1,309,468	2.12%	2.09%
After the acquisition/sale holding of:			
a) Shares carrying voting rights	20,861,805	33.77%	33.24%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
	Nil	Nil	Nil

d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)	20,861,805	33.77%	33.24%
Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open market		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares whichever is applicable.	Please refer to the table below. The 2% limit was crossed on June 24, 2019.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	INR 61,78,38,740 comprising 6,17,83,874 equity shares of face value INR. 10 each.		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 61,78,38,740 comprising 6,17,83,874 equity shares of face value INR. 10 each.		
Total diluted share/voting capital of the TC after the said acquisition	INR 62,75,22,140 comprising 6,27,52,214 equity shares of face value INR 10 each		

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement i.e. as on March 31, 2019.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC i.e. as on March 31, 2019.

Details of acquisition of Shares:

Sr. No.	Date	No. of Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	May 20, 2019	23,879	0.04%	0.04%
2.	May 21, 2019	123,113	0.20%	0.20%
3.	May 22, 2019	98,100	0.16%	0.16%
4.	May 23, 2019	46,000	0.07%	0.07%
5.	May 24, 2019	160,000	0.26%	0.25%

Sr. No.	Date	No. of Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
6.	May 27, 2019	65,000	0.11%	0.10%
7.	May 28, 2019	170,168	0.28%	0.27%
8.	May 29, 2019	185,000	0.30%	0.29%
9.	May 30, 2019	27,490	0.04%	0.04%
10.	June 6, 2019	6,559	0.01%	0.01%
11.	June 19, 2019	20,808	0.03%	0.03%
12.	June 20, 2019	33,190	0.05%	0.05%
13.	June 21, 2019	214,432	0.35%	0.34%
14.	June 24, 2019	135,729	0.22%	0.22%
Total		1,309,468	2.12%	2.09%

Note:

() Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement i.e. as on March 31, 2019.*

*(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC i.e. as on March 31, 2019.*

Signature of the acquirer / ~~seller~~ / Authorised Signatory

For Hulst B.V.

Name:

R. Posthumus

Designation:

fully representing
Beit van Dijk
director B. Hulst B.V.

Place:

Date:

Ronald Posthumus
Managing Director

Visra Management Services (Netherlands) B.V.
Managing Director

C. Mol
Proxy Holder B

AMSTERDAM, THE NETHERLANDS
JUNE 24, 2019